

OMB APPROVAL

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Washington, D.C. 20549 FORM D

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D. SECTION 4(6), AND/OR

UNIFORM LE	MITED OFFERING EXEMPTION	DATE RECEIVED
Name of Offering (\square check if this is an amendment	ent and name has changed, and indicate change.)	REGENED
Membership Interests		
Filing Under (Check box(es) that apply):	□ Rule 504 □ Rule 505 ■ Rule 506 □ Section	THE TULOE I W ZUUZ
Type of Filing: ■ New Filing □ Amendment		
	A. BASIC IDENTIFICATION DAT	A PROCESSE
1. Enter the information requested about the iss	uer	OCT 2 4 200
Name of Issuer (check if this is an amendmen	t and name has changed, and indicate change.)	0013.1200
Ridgewood Venture II-B LLC	•	THOMSON
Address of Executive Offices (Number and	1 Street, City, State, Zip Code)	Telephone Number (Including Area Code)
947 Linwood Avenue, Ridgewood, NJ 07450		201-447-9000
Address of Principal Business Operations (if different from Executive Offices)	(Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
Brief Description of Business: to make venture	e capital investments	
Type of Business Organization		
□ corporation	☐ limited partnership, already formed	■ other (please specify): limited liability company
□ business trust	☐ limited partnership, to be formed	
Actual or Estimated Date of Incorporation or Or Jurisdiction of Incorporation or Organization: (E	Month Year ganization 09 02 ■ Actual □ Estimate nter two-letter U.S. Postal Service abbreviation for State CN for Canada; FN for other foreign jurisdiction	- :
CENERAL INCERLICATIONS		

ENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 USC 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

When to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the

Filing Fee: There is no federal filing fee.

State: This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires a payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

		A. BASIC IDENT	TIFICATION DATA		
2. Enter the information requested for	the following:			-	
 Each promoter of the issuer, if 	the issuer has b				
					lass of equity securities of the issuer;
 Each executive officer and dire Each general and managing pa 			general and managing pa	artners of partners	ship issuers; and
Check Box(es) that Apply:	■ Promoter	■ Beneficial Owner	☐ Executive Officer	□ Director	■ Managing Member
Full Name (Last name first, if individual)					
Ridgewood Capital Management LLC					
Business or Residence Address	(Number and	Street, City, State, Zip Co	ode)		
947 Linwood Avenue, Ridgewood, NJ 0	7450				
Check Box(es) that Apply:	■ Promoter	☐ Beneficial Owner	■ Executive Officer	□ Director	☐ General and/or Managing Partner
Full Name (Last name first, if individual)	= 1 Tomoter	El Benencial Owner	- Executive Officer	L Director	General and/of Wallaging Fartier
,					
Swanson, Robert E.					
Business or Residence Address	(Number and	Street, City, State, Zip Co	ode)		
947 Linwood Avenue, Ridgewood, NJ 0	7450				
Check Box(es) that Apply:	□ Promoter	☐ Beneficial Owner	■ Executive Officer	□ Director	☐ General and/or Managing Partner
Full Name (Last name first, if individual)					
Gold, Robert L.					
Business or Residence Address	(Number and S	Street, City, State, Zip Co	de)		
		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	,		
947 Linwood Avenue, Ridgewood, NJ 0					
Check Box(es) that Apply:	□ Promoter	☐ Beneficial Owner	■ Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, if individual)					
Olin, Mary Louise					
Business or Residence Address	(Number and S	Street, City, State, Zip Co	de)		
947 Linwood Avenue, Ridgewood, NJ 0	7450				
Check Box(es) that Apply:	□ Promoter	☐ Beneficial Owner	■ Executive Officer	□ Director	☐ General and/or Managing Partner
Full Name (Last name first, if individual)	2 Trometer	2 Denoticial Cwilet	- Executive entreel	<u> </u>	B conclusion managing survivor
Majek, Warren Business or Residence Address	(Number and	Street, City, State, Zip Co	-da)		
Business of Residence Address	(Number and	Street, City, State, Zip Ct	oue)		
947 Linwood Avenue, Ridgewood, NJ 0	7450				
Check Box(es) that Apply:	☐ Promoter	□ Beneficial Owner	■ Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, if individual)					
Golden, Leslie					
Business or Residence Address	(Number and	Street, City, State, Zip Co	ode)		
0.57					
947 Linwood Avenue, Ridgewood, NJ Check Box(es) that Apply:		= D	- F .: O.C.	- D' .	
Full Name (Last name first, if individual)	□ Promoter	☐ Beneficial Owner	■ Executive Officer	□ Director	☐ General and/or Managing Partner
Tun Name (Last name first, if murvidual)					
Sperling, Jorge					
Business or Residence Address	(Number and	Street, City, State, Zip C	ode)		
947 Linwood Avenue, Ridgewood, NJ	07450				
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	■ Executive Officer	□ Director	☐ General and/or Managing Partner
Full Name (Last name first, if individual)			,		
Change Change					
Sherwin, Elton Business or Residence Address	(Number and	Street, City, State, Zip C	ode)		
Promess of Residence Address	Una 130mbri)	once, eny, state, hip C	040)		
947 Linwood Avenue, Ridgewood, NJ	7450				

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

-					В.	INFORM	ATION ABO	OUT OFFE	RING				
B. INFORMATION ABOUT OFFERING 1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?													No
1.	Has the is	ssuer sold,						_	;?				
2	What is th	ha minimu		Answer also ir			•					¢	75 000
2.	wnatisu	ne minimu	ım invesime	nt that will be	accepted fro	m any maiv	iduai?				•••••	\$ Yes	<u>75,000</u> No
3.	Does the	offering p	ermit joint o	wnership of a	single unit?						•••••	•	_
4.	similar re associated dealer. If	muneration of more that	on for solicita or agent of a l	ntion of purch broker or deal	asers in conn er registered	ection with with the SE	sales of secu C and/or wit	rities in the	or indirectly, offering. If a states, list the ler, you may s	person to be name of the l	listed is an broker or		
	Name (Las anson, Ro		rst, if individ	ual)									
			ddress (Num Fork, MT 5	ber and Stree	t, City, State	, Zip Code)							
			ker or Dealer ities Corpor										
State				licited or Inte eck individua								All States	
_ [AL] _ [AK] _ [AZ] _ [AR] _ [CA]											_ [MN] _ [OK]	_ [HI] _ [MS] _ [OR] _ [WY]	_ [ID] ■ [MO] _ [PA] _ [PR]
	name (Las r, David	t name fir	st, if individ	ual)									V
			ddress (Nu o, IN 46904	mber and Stre	eet, City, Sta	te, Zip Code	<u> </u>						
			ker or Dealer	г			-					-	
State	s in which	Person L	isted Has So	licited or Inte	nds to Solici	Purchasers	,,		 			,	<u> </u>
	(Cł	neck "All	States" or ch	eck individua	l States)		***************************************					All States	
_ [/ = [] _ []	IL] _ MT] _	[AK] [IN] [NE] [SC]	_ [AZ] _ [IA] = [NV] _ [SD]	_ [AR] _ [KS] _ [NH] _ [TN]	_ [CA] _ [KY] _ [NJ] _ [TX]	_ [CO] _ [LA] _ [NM] _ [UT]	_ [CT] _ [ME] _ [NY] _ [VT]	_ [DE] _ [MD] _ [NC] _ [VA]	_ [DC] _ [MA] _ [ND] _ [WA]	_ [FL] _ [MI] _ [OH] _ [WV]	_ [GA] _ [MN] _ [OK] _ [WI]	_ [HI] _ [MS] _ [OR] _ [WY]	_ [ID] _ [MO] _ [PA] _ [PR]
Full	Name (Las	st name fir	rst, if individ	lual)	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,								
McC	Cance, Wil	lliam H.											
			ddress (Nu tick, MA 01	mber and Stre 760	eet, City, Sta	te, Zip Code	:)	- 11.1					
	ie of Assoc		ker or Dealer Services	r		_			···		-14		
State	es in which	Person L	isted Has So	licited or Inte	nds to Solici	t Purchasers			_				
	(Cł	neck "All	States" or ch	eck individua	l States)		•••••					All States	
_ [/ _ [/ _ [/	IL] _ MT] _	[AK] [IN] [NE] [SC]	_ [AZ] _ [IA] _ [NV] _ [SD]	_ [AR] _ [KS] _ [NH] _ [TN]	_ [CA] _ [KY] _ [NJ] _ [TX]	_ [CO] _ [LA] _ [NM] _ [UT]	_ [CT] _ [ME] _ [NY] _ [VT]	_ [DE] _ [MD] _ [NC] _ [VA]	_ [DC] ■ [MA] _ [ND] _ [WA]	_ [FL] _ [MI] _ [OH] _ [WV]	_ [GA] _ [MN] _ [OK] _ [WI]	_ [HI] _ [MS] _ [OR] _ [WY]	_ [ID] _ [MO] _ [PA] _ [PR]

B. INFORMATION ABOUT OFFERING

Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) One University Office Park, 29 Sawyer Road, Waltham, MA 02154 Name of Associated Broker or Dealer Commonwealth Financial Network States in which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)..... All States _[AL] _ [AZ] _ [CO] _ [DE] _ [DC] _ [GA] _ [ID] _ [AR] _ [IL] _ [IN] _ [IA] _ [KS] _ [KY] _ [LA] _ [ME] _ [MD] _ [MN] _ [MÓ] _ [MA] _ [MI] _ [MS] _ [NY] _ [MT] _ [NE] _ [NV] _ [NH] _ [NJ] _ [NM] _ [NC] _ [ND] _ [OH] _ [OK] _ [OR] _ [PA] _ (wvi _ [WY] _ [SC] _ [SD] _ [UT] _ [VT] _ [VA] _ [WI] _ [PR] _ [WA] _ [RI] _ [TN] _ [TX] Full Name (Last name first, if individual) Swanson, Robert Business or Residence Address (Number and Street, City, State, Zip Code) 947 Linwood Avenue, Ridgewood, NJ 07450 Name of Associated Broker or Dealer Ridgewood Securities Corp. States in which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)..... **■** [AL] _ [AK] ■ [AZ] **■** [AR] ■ [CA] ■ [CO] ■ [CT] ■ [DE] ■ [DC] **■** [FL] ■ [GA] _ [HI] ■ [ID] _ [MO] **■** [[L] ■ [IN] ■ [IA] ■ [KS] ■ [KY] ■ [LA] ■ [ME] ■ [MD] ■ [MA] **■** [MI] ■ [MN] ■ [MS] ■ [NH] **■** [MT] ■ [NE] ■ [NV] ■ [NJ] **■** [NY] ■ [OR] **■** [NM] ■ [NC] [ND] ■ [OH] ■ [OK] **■** [PA] **■** [RI] **■** [SC] ■ [SD] **■** [TX] ■ [UT] ■ [VA] **■** [WA] _ [WV] ■ [WI] _ [WY] _ [PR] ■ [TN] ■ [VT] Full name (Last name first, if individual) Olsson, Stephen C. Business or Residence Address (Number and Street, City, State, Zip Code) 264 North Main St., Natick, MA 01760 Name of Associated Broker or Dealer Advisory Group Equity Services States in which Person Listed Has Solicited or Intends to Solicit Purchasers _ [CT] _ [DE] _ [HI] _ [ID] _[AL] _ [AZ] _ [AR] _[CA] _ [CO] _ [GA] _ [AK] [DC] _ [FL] _ [MN] _ [MO] _ [IL] _ [IN] _ [IA] _ [KS] _ [KY] _ [LA] _[MĒ] _ [MD] _ [MĪ] _ [MS] **■** [MA] _ [OR] _ [MT] _ [NÝ] _ [NH] _ [NJ] _ [NM] _ [NY] _ [NC] _ [ND] _ [OH] _ [OK] _ [PA] _ [NE] _ [VA] _ [WV] _ [WI] _ [WY] _ [PR] _ [RI] _ [SC] _ [SD] _ [TN] _ [TX] _ [UT] _ [VT] _ [WA] Full Name (Last name first, if individual) Orr. Brian Business or Residence Address (Number and Street, City, State, Zip Code) Two Gateway Center, Pittsburg, PA 15222 Name of Associated Broker or Dealer Arthurs, Lestrange & Company Inc. States in which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States) All States _ [ID] _ [AK] _ [AR] _ [CO] _ [CT] _ [DE] _ [DC] _ [FL] _ [GA] _ [HI] _[AL] _ [AZ] [CA] _ [IN] _ [ME] _ [MD] _ [MN] _ [MS] _ [IL] _ [IA] _ [KS] _ [KY] _[LA] _ [MA] _ [MI] _ [MO] _ [NV] _ [NH] _ [NJ] _ [NM] _ [NY] _ [NC] [ND] _ [OK] _ [OR] _ [MT] _ [NE] ■ [OH] ■ [PA] _ [WV] _ [WY] _ [WI] _ [PR] _ [RI] _ [SC] _ [SD] _ [TN] _ [TX] _ [UT] _ [VT] _ [VA] _ [WA]

Full Name (Last name first, if individual) Van Mourick, Mark												
Business or Residence Address (Number and Street, City, State, Zip Code) 30131 Town Center Drive, Laguna Niguel, CA 92677												
	Associated Broy Securities,	oker or Deale	r	-								
States in v	hich Person	Listed Has Sc	licited or Inte	nds to Solici	t Purchasers							
	(Check "All	States" or ch	eck individua	States)	•••••	••••••					All States	
_ [AL] _ [IL) _ [MT] _ [RI]	_ [AK] _ [IN] _ [NE] _ [SC]	_ [AZ] _ [IA] _ [NV] _ [SD]	_ [AR] _ [KS] _ [NH] _ [TN]	■ [CA] _ [KY] _ [NJ] _ [TX]	_ [CO] _ [LA] _ [NM] _ [UT]	_ [CT] _ [ME] _ [NY] _ [VT]	_ [DE] _ [MD] • [NC] _ [VA]	_ [DC] _ [MA] _ [ND] _ [WA]	_ [FL] _ [MI] _ [OH] _ [WV]	_ [GA] _ [MN] _ [OK] _ [WI]	_ [HI] _ [MS] _ [OR] _ [WY]	_ [ID] _ [MO] _ [PA] _ [PR]
	(Last name f	irst, if individ	lual)				-		_			
		Address (Nun Island, NY	ber and Stree	t, City, State	, Zip Code)			****				
	Associated Bro Research Inc	oker or Deale.	г									
States in v			licited or Inte									
	(Check "All	States" or ch	eck individua	l States)					••••••••		All States	
_ [AL] _ [IL] _ [MT] _ [RI]	_ [AK] _ [IN] _ [NE] _ [SC]	■ [AZ] _ [IA] _ [NV] _ [SD]	_ [AR] _ (KS] _ [NH] _ [TN]	_ [CA] _ [KY] _ [NJ] _ [TX]	_ [CO] _ [LA] _ [NM] _ [UT]	_ [CT] _ [ME] _ [NY] _ [VT]	_ [DE] _ [MD] _ [NC] _ [VA]	_ [DC] _ [MA] _ [ND] _ [WA]	_ [FL] _ [Mi] _ [OH] _ [WV]	_ [GA] _ [MN] _ [OK] _ [WI]	_ [HI] _ [MS] _ [OR] _ [WY]	_ [ID] _ [MO] _ [PA] _ [PR]
Full name Scribner,		irst, if individ	ual)		Marce							
		Address (Nu ston, RI 0281	mber and Stre 13	eet, City, Sta	te, Zip Code)						
	Associated Bro Securities I	oker or Deale nc.	r			<u> </u>						
States in v	vhich Person	Listed Has So	licited or Inte	nds to Solici	t Purchasers						<u>,,, , , , , , , , , , , , , , , , , , </u>	
	(Check "All	States" or ch	eck individual	States)	••••••	•••••			·····	🗆	All States	
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Full Name Donovan,	`	irst, if individ	lual)									
		Address (Nu se, NY 13201	imber and Stre	eet, City, Sta	te, Zip Code))						
	Associated Brot Burton Ass	oker or Deale ociates, Inc.	r'									
States in v	hich Person	Listed Has So	licited or Inte	nds to Solici	t Purchasers							
	(Check "All	States" or ch	eck individual	States)		•••••	•••••				All States	
_[AL] _ [IL] _ [MT] _ [RI]	_ [AK] _ [IN] _ [NE] _ [SC]	_ [AZ] _ [IA] _ [NV] _ [SD]	_ [AR] _ [KS] _ [NH] _ [TN]	_ [CA] _ [KY] _ [NJ] _ [TX]	_ [CO] _ [LA] _ [NM] _ [UT]	_ [CT] _ [ME] • [NY] _ [VT]	_ [DE] _ [MD] _ [NC] _ [VA]	_ [DC] _ [MA] _ [ND] _ [WA]	_ [FL] _ [MI] _ [OH] _ [WV]	_ [GA] _ [MN] _ [OK] _ [WI]	_ [HI] _ [MS] _ [OR] _ [WY]	_ (ID) _ [MO] _ [PA] _ [PR]

Full Name (Last name first, if individual) Blitz, Ed Business or Residence Address (Number and Street, City, State, Zip Code) 3330 Old Glenview Road, Wilmette, IL 60091 Name of Associated Broker or Dealer Blitz (Edwin C.) Investments States in which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States).... All States _ [CO] _ [ID] _[AL] _ [AK] _ [AZ] _ [AR1 _ [CA] _ [CT1 _ [DE1 _ [DC] ■ [FL] _ [GA] _ (HI) _ (KY) _ [MO] _ [IN] _ [IA] _ [KS] _ [MD] _ [MÍ] _ [MN] _ [MŚ] _ [LA] _ [ME] _ [MA] **■** [IL] _ [NV] _ [NH] _ [NJ] _ [NM] _ [NY] _ [NC] _ [OR] _ [PA] _ [MT] _ [NE] _ [ND] _ (OH) _ [OK] _ [TN] _ [RI] _ [SC] _ [SD] _ [TX] _ [UT] _ [VT] _ [VA] _ [WA] _ [WV] _ [WI] _ [WY] _ [PR] Full Name (Last name first, if individual) Guttman, Barney C. Business or Residence Address (Number and Street, City, State, Zip Code) 1022 Frick Building, Pittsburg, PA 15219 Name of Associated Broker or Dealer Walnut Street Securities States in which Person Listed Has Solicited or Intends to Solicit Purchasers All States (Check "All States" or check individual States)..... _ [CO] _ [DE] _ [FL] _ [ID] _[AL] _ [AK] _ [AR] _ [CT] _ [DC] _ [GA] _ [HI] _ [AZ] **■** [CA] _ [IL] _ [IA] _ [KS] _ [KY] _ [MD] _ [MN] _ [MS] _ [IN] _ [LA] _ [ME] _ [MA] _ [MI] _ [MO] _ [NV] _ [NH] _ [ND] _ [OK] _ [OR] _ [NE] _ [NJ] _ [NM] _ [NY] _ [NC] [MT] ■ [OH] ■ [PA] _ [PR] _ [WV] _ [WY] _ [SC] _ [SD] _ [VT] _ [VA] _ [WA] _ [WI] _ (RI) _ [TN] _ [TX] _ [UT] Full name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) 11140 Rockville Pike, Rockville, MD 20852 Name of Associated Broker or Dealer H. Beck, Inc. States in which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States) All States _ [AR] _ [CA] _ [CO1 _ [CT] _ [DC] _ [FL] _ [GA] _ [ID] _[AL] [AK] _ [AZ] [DE] (HI) _ [MO] _ [KS] _ [MD] _ [MA] _ [MN] _ [MS] _ [IL] _ [IN] _ [IA] _ [KY] _ [LA] _[ME] _ [MI] _ [OK] _ [MT] _ [NÉI _ [NV] _ [NH] _ [NJ] _ [NM] _ [NY] _ [NC] _ [ND] _ [OH] _ [OR] _ [PA] _ [VA] _ [WÝ] _ [WI] _ [WY] _ [PR] _ [SC] _ [TX] _ [UT] _ [VT] _ [WA] _ [SD] _ [TN] [RI] Full Name (Last name first, if individual) Wedvick, Allen T. Business or Residence Address (Number and Street, City, State, Zip Code) 1050 Northgate Drive Suite 130, San Rafael, CA 94303 Name of Associated Broker or Dealer **Archer Alexander Securities** States in which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)..... All States _ [ID] _[AL] _ [CO] _ [CT] _ [DE] _ [DC] _ [FL] _ [GA] _ [HI] _ [AK] _ [AZ] _ [AR] ■ [CA] _ [MO] _ [IN] _ [IA] _ (KS) _ [KY] _ [LA] _ [ME] _ [MD] _ [MA] _ [MI] _ [MN] _ [MS] ■ [IL] _ [MT] _ [NÉ] _ [NH] _ [NJ] _ [NY] _ [NC] _ [ND] _ [OK] _ [OR] _ [PA] _ [NV] _ [OH] ■ [NM] _ [WI] _ [VA] _ [WY] _ [RI] _ [VT] _ [WA] _ [WV] _ [PR] _ [SC] _ [SD] _ [TN] _ [TX] _ [UT]

Full Name (Last name first, if individual) Mediate, Jason											
Business or Residence Address (Number and Street, City, State, Zip Code) 900 South Avenue, Staten Island, NY 10314											
Name of Associated Broker or Dealer Cantone Research Inc.											
States in which Person Listed Has Solicited or Intends to Solicit Purchasers											
(Check "All States" or check individual States)	□ All States										
_[AL] _[AK] _[AZ] _[AR] _[CA] _[CO] _[CT] _[DE] _[DC] _[FL] _[G	A] _ [HI] [ID]										
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Full Name (Last name first, if individual) Kittlaus, L. Karl											
Business or Residence Address (Number and Street, City, State, Zip Code) 3180 North Lake Shore Drive, Chicago, IL 60657											
Name of Associated Broker or Dealer Pavek Investments Inc.											
States in which Person Listed Has Solicited or Intends to Solicit Purchasers											
(Check "All States" or check individual States)	☐ All States										
_[AL] _[AK] _[AZ] _[AR] _[CA] _[CO] _[CT] _[DE] _[DC] _[FL] _[G											
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_ [MT] _ [NE] _ [NV] _ [NH] _ [NJ] _ [NM] _ [NY] _ [NC] _ [ND] _ [OH] _ [O _ [RI] ■ [SC] _ [SD] _ [TN] ■ [TX] _ [UT] _ [VT] _ [VA] _ [WA] _ [WV] _ [W											
Full name (Last name first, if individual) Finn, George											
Business or Residence Address (Number and Street, City, State, Zip Code) 172 Derby St., Hingham, MA 02043											
Name of Associated Broker or Dealer Coastal Equities, Inc.											
States in which Person Listed Has Solicited or Intends to Solicit Purchasers											
(Check "All States" or check individual States)	□ All States										
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_ [RI] _ [SC] _ [SD] _ [TN] _ [TX] _ [UT] _ [VT] _ [VA] _ [WA] _ [WV] _ [W Full Name (Last name first, if individual)	/I] _ [WY] _ [PR]										
Fuqua, Tom											
Business or Residence Address (Number and Street, City, State, Zip Code) 151 Surf Way, Monterey, CA 93940											
Name of Associated Broker or Dealer EDI Financial, Inc.											
States in which Person Listed Has Solicited or Intends to Solicit Purchasers											
(Check "All States" or check individual States)	□ All States										
_[AL] _[AK] _[AZ] _[AR] _[CA] _[CO] _[CT] _[DE] _[DC] _[FL] _[G											
_ [IL] _ [IN] _ [IA] _ [KS] _ [KY] _ [LA] _ [ME] _ [MD] _ [MA] _ [MI] _ [M	N] _ [MS] _ [MO]										
_ [MT] _ [NE] _ [NV] _ [NH] _ [NJ] _ [NM] _ [NY] ■ [NC] _ [ND] ■ [OH] _ [O	K] _ [OR] _ [PA]										

	Full Name (Last name first, if individual)											
Full Name	(Last name f	irst, if individ	lual)									
		Address (Nu Arbor, MI 48	imber and Stre 8103	eet, City, Sta	te, Zip Code))						
	Associated Brancial Corp	oker or Deale	r						20		7	
States in v	which Person	Listed Has So	licited or Inte	nds to Solici	t Purchasers							
	(Check "All	States" or ch	eck individua	l States)					•••••		All States	
_[AL]	_ [AK]	_ [AZ]	_ [AR]	_ [CA]	_ [CO]	_ [CT]	_ [DE]	_ [DC]	_ [FL]	_ [GA]	_ [HI]	_ [ID]
_ [IL]	_ [IN]	_ [IA]	_ [KS]	_ [KY]	_ [LA]	_ [ME]	_ [MD]	_ [MA]	_ [MI]	_ [MN]	_ [MS]	_ [MO]
_ [MT] _ [RI]	_ [NE] _ [SC]	_ [NV] _ [SD]	_ [NH] _ [TN]	_ [NJ] _ [TX]	_ [NM] _ [TX]	_ [NY] _ [VT]	_ [NC] _ [VA]	_ [ND] _ [WA]	_ [OH] _ [WV]	_ [OK] _ [WI]	_ [OR] _ [WY]	_ [PA] _ [PR]
		irst, if individ		_ [177]	_ [1/1]	_ [,,]	[72]	_ [((//)	_ [,, ,]		_ ()	
Borowski	, Gregg											
		Address (Num Ridge, IL 60	nber and Stree 068	t, City, State	, Zip Code)		•					
	Associated Brovestments Inc	oker or Deale	r									
States in v			licited or Inte eck indivídua								All States	
_[AL]	_ [AK]	_ [AZ]	_ [AR]	_ [CA]	_ [CO]	_ [CT]	_ [DE]	_ [DC]	_ [FL]	_ [GA]	_ [HI]	_ [ID]
■ [IL] _ [MT]	_ [IN] _ [NE]	_ [IA] _ [NV]	_ [KS] _ [NH]	_ [KY] _ [NJ]	_ [LA] _ [NM]	_ [ME] _ [NY]	_ [MD] _ [NC]	_ [MA] _ [ND]	_ [MI] _ [OH]	_ [MN] _ [OK]	_ [MS] _ [OR]	_ [MO] _ [PA]
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Full name Shafe, Ch		rst, if individ	ual)									
		Address (Nu Maitland, FL	mber and Stre 32751	eet, City, Sta	te, Zip Code))						
	Associated Br Securities, I	oker or Deale nc.	r									
States in v	which Person	Listed Has So	licited or Inte	nds to Solici	t Purchasers					-		
	(Check "All	States" or ch	eck individua	l States)							All States	
_ [AL]	_ [AK]	_ [AZ]	_ [AR]	_ [CA]	_ [CO]	_ [CT]	_ [DE]	_ [DC]	■ [FL]	■ [GA]	_ [HI]	_ [ID]
_ [IL]	_ [IN]	■ [IA]	_ [KS]	_ [KY]	_ [LA]	_[ME]	_ [MD]	_ [MA]	■ [MI]	_ [MN]	_ [MS]	_ [MO]
_ [MT] _ [RI]	_ [NE] ■ [SC]	_ [NV] _ [SD]	_ [NH] _ [TN]	_ [NJ] _ [TX]	_ [NM] _ [UT]	_ [NY] _ [VT]	_ [NC] _ [VA]	_ [ND] _ {WA]	■ [OH] _ [WV]	_ [OK] _ [WI]	_ [OR] _ [WY]	_ [PA] _ [PR]
	(Last name ter, Phillip	irst, if individ	lual)						,			
		Address (Nu Pleasant Hil	imber and Stro 1, CA 94523	eet, City, Sta	te, Zip Code))			,··			
	Associated Br treet Securit	oker or Deale	r	·								
States in v	which Person	Listed Has So	licited or Inte	nds to Solici	t Purchasers							
	(Check "All	States" or ch	eck individua	l States)	***************************************	***************************************		•••••	·····		All States	
_ [AL]	_ [AK]	_ [AZ]	_ [AR]	■ [CA]	■ [CO]	_ [CT]	_ [DE]	_ [DC]	_ [FL]	_ [GA]	_ [HI]	_ [[D]
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Full Name Polakoff,	(Last name f Vic	irst, if individ	ual)									
	or Residence A wsbury Avenu				te, Zip Code)						
	Associated Bro Research, Inc					4						
States in v	vhich Person I	isted Has So	licited or Inte	nds to Solicit	Purchasers				 _			
	(Check "All	States" or che	eck individual	States)							All States	
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_ [MT]	_ [NE]	_ [NV]	_ [NH]	■ [NJ]	_ [NM]	_ [NY]	_ [NC]	_ [ND]	_ {OH}	_ [OK]	_ [OR]	■ [PA]
_ [RI]	_ [SC]	_ [SD]	_ [TN]	_ [TX]	_ [UT] 	_ [VT]	_ [VA]	_ [WA]	_ [WV]	_ [WI]	_ [WY]	_ [PR]
Davis, La	e (Last name f	irst, if individ	ual)									
	or Residence A dney Parham				Zip Code)	<u>—</u>		-				
	Associated Bro Associates, I			w <u>-</u>		~			,		7	
States in	which Person I	isted Has So	licited or Inte	nds to Solicit	Purchasers							
	(Check "All	States" or ch	eck individual	States)		••••	***************************************				All States	
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_ [RI]	_ [SC]	_ [SD]	■ [TN]	_ [TX]	_ [UT]	_ [VT]	_ [VA]	_ [WA]	_ [WV]	_ [WI]	_ [WY]	_ (PR)
Full name Bjork, Da	(Last name fi	rst, if individ	ual)								-	
	or Residence A kport St., Bis			eet, City, Sta	te, Zip Code)						
	Associated Bron Investment											
States in	which Person I	isted Has So	licited or Inte	nds to Solici	Purchasers			<u> </u>				
	(Check "All	States" or ch	eck individua	States)				.,			All States	
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_ [IL]	_ [IN]	_ [IA]	_ [KS]	_ [KY]	_ [LA]	_ [ME]	_ [MD]	_ [MA]	_ [MI]	_ [MN]	_ [MS]	_ [MO]
_ [MT] _ [RI]	_ [NE] _ [SC]	_ [NV] _ [SD]	_ [NH] _ [TN]	_ [NJ] _ [TX]	_ [NM] _ [UT]	_ [NY] _ [VT]	_ [NC] _ [VA]	■ [ND] _ [WA]	_ [OH] _ [WV]	_ [OK] _ [WI]	_ [OR] _ [WY]	_ [PA] _ [PR]
	E (Last name f Thomas Q.	irst, if individ	lual)				·					
	or Residence A				te, Zip Code)						
Name of	Associated Bro	ker or Dealer	•									
	which Person I			nds to Solici	Purchasers							
			eck individua							🗖	All States	
_[AL]	_ [AK]	_ [AZ]	_ [AR]	_ [CA]	_ [CO]	_ [CT]	_ [DE]	_ [DC]	_ [FL]	_ [GA]	_ [HI]	_ [JD]
_ [IL] _ [MT]	_ [IN] _ [NE]	_ [IA] _ [NV]	_ {KS} _ [NH]	_ [KY] _ [NJ]	_ [LA] _ [NM]	_ [ME] _ [NY]	_ [MD] _ [NC]	_ [MA] _ [ND]	_ [MI] _ [OH]	_ [MN] _ [OK]	_ [MS] _ [OR]	_ [MO] _ [PA]
_ [RI]	_ [SC]	_ [SD]	_ [TN]	_ [TX]	= [UT]	_ [VT]	_ [VA]	_ [WA]	_ [WV]	_ [WI]	_ [WY]	_ [PR]

Full Name (Last name first, if individual) Weigel, Jeremy J.												
	Business or Residence Address (Number and Street, City, State, Zip Code) 3801 Lockport St., Bismarck, ND 58501											
		oker or Dealer Services, Inc.				_						
States in w	hich Person I	Listed Has So	licited or Inter	nds to Solici	Purchasers	<u>.</u>						
	(Check "All	States" or ch	eck individual	l States)							All States	
_ [AL] _ [IL] _ [MT] _ [RI]	_ [AK] _ [IN] _ [NE] _ [SC]	_ [AZ] _ [IA] _ [NV] _ [SD]	_ [AR] _ [KS] _ [NH] _ [TN]	_ [CA] _ [KY] ■ [NJ] _ [TX]	_ [CO] _ [LA] _ [NM] _ [UT]	_ [CT] _ [ME] _ [NY] _ [VT]	_ [DE] _ [MD] _ [NC] _ [VA]	_ [DC] _ [MA] _ [ND] _ [WA]	_ [FL] _ [Ml] _ [OH] _ [WV]	_ [GA] _ [MN] _ [OK] _ [WI]	_ [HI] _ [MS] _ [OR] _ [WY]	_ [ID] _ [MO] _ [PA] _ [PR]
Full Name Steerman	,	irst, if individ	ual)									
		Address (Num Bend, WI 53	ber and Stree 3095	t, City, State	, Zip Code)					<u>~</u>		
	Associated Browest Securiti	oker or Dealer es Inc.										-
States in w			licited or Inter eck individual								All States	
_ [AL] _ [IL] _ [MT] _ [RI]	_ [AK] _ [IN] _ [NE] _ [SC]	_ [AZ] _ [IA] _ [NV] _ [SD]	_ [AR] _ [KS] _ [NH] _ [TN]	_ [CA] _ [KY] _ [NJ] _ [TX]	_ [CO] _ [LA] _ [NM] _ [UT]	_ [CT] _ [ME] _ [NY] _ [VT]	_ [DE] _ [MD] _ [NC] _ [VA]	_ [DC] _ [MA] _ [ND] _ [WA]	_ [FL] _ [MI] _ [OH] _ [WV]	_ [GA] _ [MN] _ [OK] • [WI]	_ [HI] _ [MS] _ [OR] _ [WY]	_ [ID] _ [MO] _ [PA] _ [PR]
Full name Field, Rol		irst, if individ	ual)									
		Address (Nu Palentine, IL	mber and Stre 60067	eet, City, Sta	te, Zip Code))		· 				
	Associated Brove Trading (oker or Dealer Co.	r									
States in w	vhich Person I	Listed Has So	licited or Inter	nds to Solici	Purchasers							
	(Check "All	States" or ch	eck individua	l States)	,.,		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			🗆	All States	
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Seeherma	n, Marc	irst, if individ										
Business of 32 West 4	or Residence A	Address (Nu w York, NY	mber and Stre 10018	eet, City, Sta	te, Zip Code))						
	Associated Bro Affiliated Equ	oker or Dealer uities Corp.	T									
States in w	hich Person l	Listed Has So	licited or Inter	nds to Solici	Purchasers							
	(Check "All	States" or che	eck individual	l States)							All States	
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Full Name (Last name first, if individual) Wlosek, Ken												
	or Residence A		mber and Stre	eet, City, Sta	te, Zip Code)				-	7.	
	Associated Broves Richar		r									
States in v	which Person	Listed Has So	licited or Inte	nds to Solici	t Purchasers				-			
	(Check "All	States" or ch	eck individual	States)					*************		All States	
_[AL]	_ [AK]	_ [AZ]	_ [AR]	_ [CA]	_ [CO]	■ [CT]	_ [DE]	_ [DC]	■ [FL]	_ [GA]	_ [HI]	_ [ID]
■ [IL]	_ [IN]	_ [IA]	_ [KS]	_ [KY]	_ [LA]	_ [ME]	_ [MD]	_ [MA]	_ [MI]	_ [MN]	_ [MS]	_ [MO]
_ [MT]	_ [NE]	_ [NV]	_ [NH]	■ [NJ]	_ [NM]	■ [NY]	_ [NC]	_ [ND]	_ [OH]	_ [OK]	_ {OR}	_ [PA]
_ [RI]	_ [SC]	_ [SD]	_ [TN]	_ [TX]	_ [UT] 	_ [VT]	_ [VA]	_ [WA]	_ [WV]	_ [WI]	_ [WY]	_ [PR]
Cochran,			,									
	or Residence A h Street, Nev		ber and Stree CA 92660	t, City, State	, Zip Code)							
	Associated Bro Affiliated Equ		r			-	*					
States in v	which Person	Listed Has So	licited or Inter	nds to Solici	t Purchasers							
	(Check "All	States" or ch	eck individual	States)		••••••			•••••••		All States	
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_ [IL] _ [MT]	_ [IN] _ [NE]	■ [IA] ■ [NV]	_ [KS] _ [NH]	_ [KY] _ [NJ]	_ [LA] _ [NM]	_ [ME] _ [NY]	_ [MD] _ [NC]	_ [MA] _ [ND]	_ [MI] _ {OH]	_ [MN] _ [OK]	_ [MS] _ [OR]	_ [MO] _ [PA]
_ [RI]	_ [SC]	_ [SD]	_ [TN]	■ [TX]	_ [UT]	_ [VT]	_ [VA]	_ [WA]	_ [WV]	_ [WI]	_ (WY)	_ [PR]
Full name Romero,	(Last name fi Karl	rst, if individ	ual)									
	or Residence A 2037, Tustin		mber and Stre	eet, City, Sta	te, Zip Code))						
	Associated Broivate Ledger		r									
States in v	vhich Person	Listed Has So	licited or Inte	nds to Solici	t Purchasers				<u></u> "	-	 -	
	(Check "All	States" or ch	eck individual	States)	***************************************		•••••		•••••		All States	
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_ [IL] _ [MT]	_ [IN] _ [NE]	_ [IA] _ [NV]	_ [KS]	_ [KY] _ [NJ]	_ [LA] _ [NM]	_ [ME]	_ [MD] _ [NC]	_ [MA]	_ [MI] _ [OH]	_ [MN] _ [OK]	_ [MS] _ [OR]	_ [MO]
_ [RI]	_ [SC]	_ [SD]	_ [NH] _ [TN]	_ [TX]	_ [UT]	_ [NY] _ [VT]	_ [VA]	_ [ND] _ [WA]	_ [WV]	_ [WI]	_ [WY]	_ [PA] _ [PR]
Full Name	(Last name f	irst, if individ	lual)				.,					· · · · · · · · · · · · · · · · · · ·
			imber and Streeton, TX 7700		te, Zip Code))						
	Associated Broinancial Gro											
States in v	which Person	Listed Has So	licited or Inter	nds to Solici	t Purchasers							
	(Check "All	States" or ch	eck individual	*			•••••				All States	
_ [AL]	_ [AK]	_ [AZ]	_ [AR]	_ [CA]	_ [CO]	_ [CT]	_ [DE]	_ [DC]	_ [FL]	_ [GA]	_ [HI]	_ [ID]
■ (IL) _ [MT)	_ [IN] _ [NE]	_ [IA] _ [NV]	_ [KS] _ [NH]	_ [KY] ■ [NJ]	_ [LA] _ [NM]	_ [ME] _ [NY]	_ [MD] _ [NC]	_ [MA] _ [ND]	_ [MI] _ [OH]	_ [MN] _ [OK]	_ [MS] _ [OR]	_ [MO] _ [PA]
_ [RI]	_ [SC]	_ [SD]	_ [TN]	■ [TX]	_ [UT]	_ [VT]	_ [VA]	_ [WA]	_ [WV]	■ [WI]	_ [WY]	_ [PR]

Full Name (Last name first, if individual) Donaldson, Bill												
		Address (Nu Fullerton, C	mber and Street A 92635	eet, City, Sta	te, Zip Code)	1						
		oker or Dealer Corporation										
States in w	hich Person I	isted Has So	licited or Inter	nds to Solicit	t Purchasers	***						
	(Check "All	States" or che	eck individual	States)		••••••					All States	
_[AL]	_ [AK]	_ [AZ]	_ [AR]	■ [CA]	_ [CO]	_ [CT]	_ [DE]	_ [DC]	_ [FL]	_ [GA]	_ [HI]	_ [ID]
_ [IL]	_ [IN]	_ [IA]	_ [KS]	_ [KY]	_ [LA]	_ [ME]	_ [MD]	_ [MA]	_ [MI]	_ [MN]	_ [MS]	_ [MO]
_ [MT] _ [RI]	_ [NE] _ [SC]	_ [NV] _ [SD]	_ [NH] _ [TN]	_ [NJ] _ [TX]	_ [NM] _ [UT]	_ [NY] _ [VT]	_ [NC] _ [VA]	_ [ND] _ [WA]	_ [OH] _ [WV]	_ [OK] _ [WI]	_ [OR] _ [WY]	_ [PA] _ [PR]
		irst, if individ										
		Address (Num York, NY 10	iber and Stree	t, City, State	, Zip Code)							
	Associated Broke Company	oker or Dealer	r				·			· · · · · · · · · · · · · · · · · · ·		
States in v	hich Person	Listed Has So	licited or Inte	nds to Solici	t Purchasers							
	(Check "All	States" or ch	eck individua	States)			***************************************	•••••			All States	
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_ [IL] .	■ [IN]	_ [IA]	_ [KS]	_ [KY]	_ [LA]	_ [ME]	_ [MD]	_ [MA]	_ [MI]	_ [MN]	_ [MS]	_ [MO]
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Full name	(Last name f	irst, if individ										
Childs, R												,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
		Address (Nuing, TX 7738	imber and Stro 8	eet, City, Sta	te, Zip Code)						-
Name of A		oker or Dealer	r			-		· 		,		
States in v	which Person	Listed Has So	licited or Inte	nds to Solici	t Purchasers							
	(Check "All	States" or ch	eck individua	l States)							All States	
_ [AL]	_ [AK]	_ [AZ]	_ [AR]	_ [CA]	_ [CO]	_ [CT]	_ [DE]	_ [DC]	_ [FL]	_ [GA]	_ [HI]	■ [ID]
_ [IL] _ [MT]	_ [IN] _ [NE]	_ [IA] _ [NV]	_ [KS] _ [NH]	_ [KY] _ [NJ]	_ [LA] _ [NM]	_ [ME] _ [NY]	_ [MD] _ [NC]	_ [MA] _ [ND]	_ [MI] _ [OH]	_ [MN] _ [OK]	_ [MS] _ [OR]	■ [MO] _ [PA]
_ [RI]	_ [SC]	_ [SD]	_ [TN]	■ [TX]	_ [UT]	_ [VT]	_ [VA]	_ [WA]	_ [WV]	_ [WI]	_ [WY]	_ [PR]
Full Name	*	irst, if individ	lual)				-					
			mber and Strach, FL 3240		te, Zip Code)						
		oker or Dealer Services, Inc										
States in v	vhich Person	Listed Has So	licited or Inte	nds to Solici	t Purchasers							
			eck individua			••••••••••					All States	
_[AL]	_ [AK]	_ [AZ]	_ [AR]	_ [CA]	_ [CO]	_ [CT]	_ (DE)	_ [DC]	■ [FL]	_ [GA]	_ [HI]	_ [ID]
_ [IL]	_ [IN] _ [NE]	_ [IA] _ [NV]	_ [KS] _ [NH]	_ [KY] _ [NJ]	_ [LA] _ [NM]	_ [ME] _ [NY]	_ [MD] _ [NC]	_ [MA] _ [ND]	_ [MI] _ [OH]	_ [MN] _ [OK]	_ [MS] _ [OR]	_ [MO] _ [PA]
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Full Name	(Last name	first, if individ	dual)			-					<u>-</u>	
		Address (No San Diego, (umber and Str CA 92108	eet, City, Sta	te, Zip Code)	<u>.</u>		<u> </u>			
	Associated Br curities Corp	oker or Deale	r							,		
States in v	which Person	Listed Has So	olicited or Inte	nds to Solici	t Purchasers							
			eck individua								All States	
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_ [MT]	_ [NE]	_ [NV]	_ (NH)	_ [NJ]	_ [NM]	_ [NY]	_ [NC]	_ [ND]	_ [OH]	_ (OK)	_ [OR]	_ [PA]
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		Address (Nun Dallas, TX 7	nber and Stree	t, City, State	, Zip Code)							
	Associated Br t Securities,	oker or Deale Inc.	r									
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			imber and Str ige, IL 60068	eet, City, Sta	te, Zip Code))						
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Full Name (Last name first, if individual) D'Agosta, Robert Desire and Desire and State City State Control of the Control of												
	Business or Residence Address (Number and Street, City, State, Zip Code) 3773 Corporate Parkway, Center Valley, PA 18034											
	Associated Brourities Corpo		-									
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Full Name Kaplow, I	(Last name f Bart	irst, if individ	ual)	·		7.72						
	or Residence A nut Street, P		ber and Street PA 19106	, City, State,	Zip Code)					-		
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Kelly, Jar												
	r Residence A LaSalle St.,		mber and Stre	et, City, Sta	te, Zip Code)	·						
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	or Residence A Rd., Dallas,		mber and Stre	et, City, Sta	te, Zip Code)	1						
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Full Name (Last name first, if individual) Walker, Steven										
Business or Residence Address (Number and Street, City, State, Zip Code) 190 S. LaSalle St., Chicago, IL 60603										
Name of Associated Broker or Dealer Peregrine Financials & Securities, Inc.	_									
States in which Person Listed Has Solicited or Intends to Solicit Purchasers										
(Check "All States" or check individual States)										
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Full Name (Last name first, if individual)										
Shaneson, Adam										
Business or Residence Address (Number and Street, City, State, Zip Code) 475 East Market St., Long Beach, NY 11561										
Name of Associated Broker or Dealer Princeton Equity Services Inc.										
States in which Person Listed Has Solicited or Intends to Solicit Purchasers	_									
(Check "All States" or check individual States)										
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Name of Associated Broker or Dealer										
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C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS $\,$

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box pand indicate in the columns below the amounts of the securities offered for exchange and already exchanged.	Aggregate Offering Price	Amount Already Sold
	Type of Security		
	Debt	\$	\$
	Equity	\$	\$
	□ Common □ Preferred		
	Convertible Securities (including warrants)	\$	\$
	Partnership Interests	\$	\$
	Other (Specify): limited liability company membership interests	\$ <u>9,000,000</u>	\$0
	Total	\$ <u>9,000,000</u>	\$ <u>0</u>
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."	Number of Investors	Aggregate Dollar Amount of Purchases
	Accredited Investors	0	\$0
	Non-accredited Investors		\$
	Total (for filings under Rule 504 only)		\$
	Answer also in Appendix, Column 4, if filing under ULOE		9 <u></u>
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C – Question 1. Type of offering Rule 505	Type of Security	Dollar Amount Sold
	Regulation A	-4	\$
	Rule 504	***	¢
	Total		\$ \$
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees	a	\$
	Printing and Engraving Costs	•	\$30,000
	Legal Fees	•	\$25,000
	Accounting Fees	•	\$5,000
	Engineering Fees	•	\$0
	Sales Commissions (specify finders' fees separately)	•	\$ <u>504,000</u>
	Other Expenses (identify) filing fees, miscellaneous operating and marketing costs	•	\$489,000
	Total	•	\$1,053,000

	C. OFFERING	PRICE, NUMBER OF IN	NVESTORS, E	XPENSES AN	D USE OF PROCEEDS		
	b. Enter the difference between the aggregate 1 and total expenses furnished in response to "adjusted gross proceeds to the issuer."	Part C – Question 4.a. This	difference is t	ne			\$ <u>7,947,000</u>
,	Indicate below the amount of the adjusted grofor each of the purposes shown. If the amount and check the box to the left of the estimate. adjusted gross proceeds to the issuer set forth	it for any purpose is not kno The total of the payments l	own, furnish an isted must equa	estimate l the			
					Payments to Officers, Directors, & Affiliates		Payments To Others
	Salaries and fees			•	\$ <u>410,000</u>	•	\$75,000
	Purchase of real estate				\$		\$
	Purchase, rental or leasing and installation of	machinery and equipment.			\$	0	\$
	Construction or leasing of plant buildings and	I facilities			\$		\$
	Acquisition of other business (including the v that may be used in exchange for the assets or						
	merger)				\$		\$
	Repayment of indebtedness	•••••••••••••••••••••••••••••••••••••••			\$		\$
	Working capital				\$		\$
	Other (specify): projects, project developm	ent and operations			\$	10	\$
				_ _ _	\$	_	\$
	Column Totals				\$ <u>410,000</u>		\$ <u>7,537,000</u>
	Total Payments Listed (column totals added)			s	7,947,000	<u>)</u>	
		D. FEDI	ERAL SIGNA	TURE			
		···					
n u	issuer has duly caused this notice to be signed indertaking by the issuer to furnish to the U.S. Saccredited investor pursuant to paragraph (b)(2)	Securities and Exchange Co					
	er (Print or Type) gewood Venture II-B LLC	Signature Many	Louis O	Uni	Date August 26, 2002		
an	ne of Signer (Print or Type)	Title of Signer (Print					
Mary Louise Olin Vice President of the Managing M							